






Corning Incorporated

GLW NYSE

Electrical Components / Equipment

Market Capitalization USD: **\$19,419.08 mm**

CONCERN LEVEL: AVERAGE

- 1 The CEO's total remuneration is within the typical market range for the relevant industry and market cap.
- 2 The ratio between the CEO's pay and the median pay of the other named executive officers is 3X or less.
- 3 The CEO's annual cash incentives rose or fell in line with annual performance.
- 4 The CEO received no more than one annual cash bonus this fiscal year.
- 5 The CEO's equity remuneration reflected the company's share price movement over the last five years.
- 6 The company only pays long-term incentives to the CEO for above median performance against a peer group. 
- 7 The company's dilution from equity incentives is 10 percent or less.
- 8 Unvested equity lapses when the CEO's employment is terminated. 
- 9 The CEO's potential cash severance payment is capped at two times annual cash remuneration.
- 10 The accrued benefits of the CEO's post-retirement income are within the typical market range for the relevant market cap bracket. 

CEO: Wendell P. Weeks

Age: 52 CEO Since: 2005

	2009	2010	2011
Base Salary	\$1,030,000	\$1,069,423	\$1,167,154
Discretionary Bonus	\$0	\$0	\$0
Annual Cash Incentive	\$4,824,748	\$6,724,681	\$2,323,076
Benefits and Perquisites	\$382,471	\$429,114	\$472,465
TOTAL ANNUAL COMPENSATION	\$6,237,219	\$8,223,218	\$3,962,695
Increase in Post-Retirement Benefits	\$1,233,110	\$2,012,201	\$2,913,618
Stock Option Awards	\$3,007,447	\$1,130,269	\$1,707,225
Stock Awards	\$1,572,615	\$0	\$1,749,994
TOTAL COMPENSATION	\$12,050,391	\$11,365,688	\$10,333,532
Median of Other Named Executive Officers Total Compensation	\$6,131,192	\$5,963,181	\$3,759,236
Value Realized on Exercise of Stock Option	\$1,404,896	\$5,185,115	\$2,497,129
Value Realized on Vesting of Stock	\$1,998,750	\$3,350,520	\$468,322
TOTAL REALIZED EQUITY COMPENSATION	\$3,403,646	\$8,535,635	\$2,965,451

Proxy Date: 13 Mar 2012

Annual Meeting Date: 26 Apr 2012

Equity Reserves: 10.36%

Stock Option Run Rate: 0.35%

Corning Incorporated

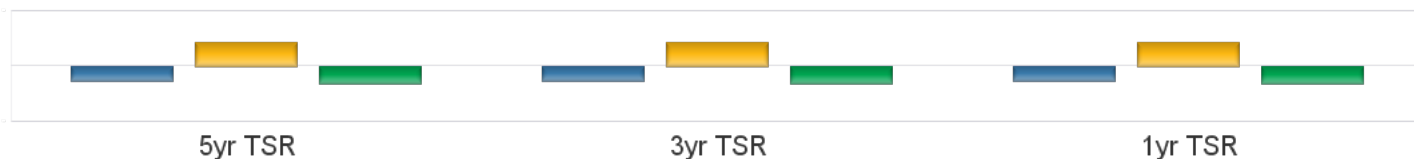
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Performance Comparison

■ vs S&P500 ■ vs Industry ■ GLW



Peer Comparisons (TRBC) =Electrical Components / Equipment

Total Summary CEO Compensation

Ticker	Company Name	2009	2010	2011	Market Cap
GLW	Corning Incorporated	\$12,050,391	\$11,365,688	\$10,333,532	\$19,419,076,213
EMR	Emerson Electric Co.	\$12,050,745	\$24,805,965	\$12,786,600	\$30,763,754,172
TEL	TE Connectivity Ltd.	\$5,973,612	\$10,895,684	\$9,700,046	\$12,195,616,127
A	Agilent Technologies, Inc.	\$7,570,516	\$10,442,447	\$10,252,265	\$10,862,631,312
CBE	Cooper Industries plc	\$10,756,244	\$25,076,513	\$21,128,672	\$7,604,003,961
APH	Amphenol Corporation	\$6,101,279	\$6,932,325		\$6,927,559,510

To insure consistency, peer comparisons are based on a combination of TRBC Industry and Sector classifications and company market caps. Missing peer pay figures for 2011 are due to differences in company filing schedules.

Pay Peer Group

Air Products & Chemicals Inc., Motorola Mobility Holdings Inc., Applied Materials Inc., Parker Hannifin Corp., Becton Dickinson & Co., PPG Industries, Boston Scientific Corp., Praxair Inc, Campbell Soup Co., Qualcomm Inc, CenturyLink Inc., Quest Diagnostics Inc., Covidien Ltd., Qwest Communications Int'l Inc., Cummins Inc., Sara Lee Corp, Danaher Corp, Seagate Technology, Dover Corp., Sherwin Williams Co., Eaton Corp, Stanley Black & Decker Inc., Ecolab Inc., TE Connectivity Ltd., Goodrich Corp., Texas Instruments Inc, H. J. Heinz Company, Textron Inc., Micron Technology Inc., Thermo Fischer Scientific, Monsanto Co, Western Digital Corp.

Performance Peer Group

NA

COMPENSATION COMMITTEE MEMBERS

Director	Membership	Age	Gender	Tenure	Independence
Deborah D. Rieman	Member	62	Female	13	Outside Related
Gordon Gund	Member	72	Male	22	Outside Related
John Seelb Brown	Member	71	Male	16	Outside Related
Richard T. Clark	Member	66	Male	1	Outside

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